

UNITED STATES DISTRICT COURT  
DISTRICT OF MINNESOTA

PORTIA MCCOLLUM, Derivatively on  
Behalf of Nominal Defendant  
UNITEDHEALTH GROUP  
INCORPORATED,

Plaintiff,

v.

ANDREW P. WITTY, STEPHEN  
HEMSLEY, CHARLIE BAKER, TIMOTHY  
P. FLYNN, PAUL R. GARCIA, KRISTEN L.  
GILL, MICHELE J. HOOPER, F. WILLIAM  
MCNABB, III, VALERIE MONTGOMERY  
RICE, JOHN H. NOSEWORTHY, and  
BRIAN THOMPSON

Defendants,

and

UNITEDHEALTH GROUP  
INCORPORATED,

Nominal Defendant.

Civil Action No. 0:24-cv-002643-JMB-DTS

**JOINT MOTION TO CONSOLIDATE,  
EXTEND DEADLINE TO RESPOND,  
AND STAY ACTION**

GERALD JOSEPH LOVOI, Derivatively on  
Behalf of Nominal Defendant  
UNITEDHEALTH GROUP  
INCORPORATED,

Plaintiff,

v.

ANDREW WITTY, CHARLIE BAKER,  
TIMOTHY FLYNN, PAUL GARCIA,  
KRISTEN GIL, STEPHEN HEMSLEY,  
MICHELE HOOPER, F. WILLIAM

Civil Action No. 0:24-cv-03236-JMB-DTS

MCNABB III, VALERIE MONTGOMERY  
RICE, JOHN NOSEWORTHY, and BRIAN  
THOMPSON

Defendants,

and

UNITEDHEALTH GROUP  
INCORPORATED,

Nominal Defendant.

SEAN COLLINS, Derivatively on Behalf of  
Nominal Defendant UNITEDHEALTH  
GROUP INCORPORATED,

Plaintiff,

v.

ANDREW WITTY, STEPHEN  
HELMSELY, BRIAN THOMPSON,  
CHARLES BAKER, TIMOTHY FLYNN,  
PAUL GARCIA, KRISTEN GIL,  
MICHELE HOOPER, F. WILLIAM  
MCNABB III, VALERIE MONTGOMERY  
RICE, JOHN NOSEWORTHY, and  
RICHARD T. BURKE,

Defendants,

and

UNITEDHEALTH GROUP  
INCORPORATED,

Nominal Defendant.

Civil Action No. 0:24-cv-03484-JMB-DTS

The above-captioned related shareholder derivative actions (the “*McCollum*” Action, the “*Lovoi*” Action, the “*Collins*” Action, and collectively, the “Related Derivative Actions”) were filed in this Court by Plaintiffs Portia McCollum, Gerald Joseph Lovoi, and Sean Collins (collectively, “Plaintiffs”) on July 8, 2024, August 12, 2024, and, August 29, 2024, respectively, against Andrew P. Witty, Stephen Hemsley, Charlie Baker, Timothy P. Flynn, Paul R. Garcia, Kristen L. Gill, Michele J. Hooper, F. William McNabb, III, Valerie Montgomery Rice, John H. Noseworthy, and Brian Thompson (collectively, the “Individual Defendants”), who are current and former directors and officers of nominal defendant UnitedHealth Group Inc., (“UHG” or the “Company”) (the Company and the Individual Defendants are collectively referred to herein as the “Defendants,” and Plaintiffs and Defendants are collectively referred to herein as the “Parties”). The Plaintiffs and Defendants, having agreed as follows, hereby respectfully move the Court for an Order consolidating the Related Derivative Actions, extending the deadline for Defendants to respond to the Complaint and staying the Related Derivative Actions. In support of their motion, the Parties state:

1. Under Fed. R. Civ. P. 42(a), when actions involve “a common question of law or fact, the [C]ourt may (1) join for hearing or trial any or all matters at issue in the actions; (2) consolidate the actions; or (3) issue any other orders to avoid unnecessary cost or delay.”

2. The Related Derivative Actions challenge the same or substantially similar alleged misconduct by UHG’s directors and officers and involve common questions of law and fact. Accordingly, the Parties respectfully submit that consolidation of the Related Derivative Actions is appropriate.

3. To avoid potentially duplicative actions and to prevent any waste of the Court’s resources, the Parties request that the Related Derivative Actions should be related and

consolidated for all purposes, including pre-trial proceedings and trial, into a single consolidated action (herein referred to as the “Consolidated Derivative Action”).

4. A class action alleging violations of the federal securities laws was filed against UHG and certain of its officers on May 14, 2024 and is pending in this Court: *City of Hollywood Firefighters’ Pension Fund v. UnitedHealth Group Inc., et al.*, No. 0:24-cv-01743-JMB-DTS (D. Minn.) (the “Federal Securities Class Action”);

6. The parties agree that the allegations made in the Consolidated Derivative Action have substantial overlap with the allegations and circumstances alleged in the Federal Securities Action, and the developments in the Federal Securities Action could implicate the efficient prosecution of the Consolidated Derivative Action.

4. The Parties have conferred and agree that, in light of the above, efforts should be made to work cooperatively in order to conserve the Court’s and the Parties’ resources and promote just and efficient case management.

5. The Parties agree that a stay of the Consolidated Derivative Action, under the conditions described in the Proposed Order filed herewith, will help further those efforts. The Parties do not waive any rights or defenses not specifically addressed therein.

6. In addition, Defendants hereby accept service of any papers or documents filed or served by Plaintiff and waive any defense of insufficiency of service of process. Defendants, however, do not waive any objection to the jurisdiction of this Court or any other defenses. The Parties request the Court to issue an order that relieves Defendants of their obligation to answer, move, or otherwise respond to the Complaints that have been filed in the Consolidated Derivative Action, subject to the conditions described in the Proposed Order filed herewith.

DATED: November 20, 2024

Respectfully submitted,

**FAEGRE DRINKER BIDDLE & REATH LLP**

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